

EXHIBIT A

(Proposed Form of Order)

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and

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Attorneys for Wynn Las Vegas, LLC d/b/a Wynn Las Vegas

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

WYNN LAS VEGAS LLC d/b/a/ WYNN LAS
VEGAS, a Nevada limited liability company,

Plaintiff,

vs.

GGW DIRECT, LLC, a Delaware limited
liability company; GGW BRANDS, LLC, a

Adversary Case No.: 13-01050-MKN

Chapter 11

**ORDER APPROVING STIPULATION
REGARDING RESOLUTION OF
REMOVED ACTION**

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Delaware limited liability company; GGW
EVENTS, LLC, a Delaware limited liability
company; MANTRA FILMS, INC., a
suspended Oklahoma corporation; BLUE
HORSE TRADING, LLC, a California limited
liability company; PEPE BUS, LLC, an inactive
Montana limited liability company; SANDS
MEDIA, INC., a revoked Nevada domestic
corporation; JOSEPH R. FRANCIS, an
individual; DAVID R. HOUSTON, an
individual; and DAVID R. HOUSTON, LTD., a
Nevada professional corporation, doing business
as THE LAW OFFICE OF DAVID R.
HOUSTON,

Defendants.

Hearing

Date: September 26, 2013
Time: 10:00 a.m.
Place: Courtroom 2
U.S. Bankruptcy Court
District of Nevada
Foley Federal Building
300 Las Vegas Boulevard South
Las Vegas, Nevada 89101

On August __, 2013, the *Stipulation Regarding Resolution of Removed Action* [Docket No. __] (the “Stipulation”)¹ was filed by Wynn Las Vegas, LLC d/b/a Wynn Las Vegas (“Wynn Las Vegas”). The Court has reviewed and considered the Stipulation. Based on that review and consideration, the Court finds that (1) the Court has jurisdiction to consider the Stipulation and, pursuant to the *Stipulation and Proposed Order Regarding the Participation of David R. Houston, Esq. and David R. Houston, Ltd. in Further Proceedings*, filed June 29, 2012 and *Order Regarding the Participation of David R. Houston, Esq. and David R. Houston, Ltd. in Further Proceedings*, dated July 12, 2012 and entered July 16, 2012, it has jurisdiction over \$1,846,578.28 being held by in an IOLTA trust account (the “Trust Funds”) by Defendants David R. Houston, Esq. and/or David R. Houston, Ltd. (collectively, “Houston”), (2) the relief requested in the Stipulation is reasonable, appropriate, and in the best interests of the parties, (3) notice of the Stipulation was adequate and appropriate under the circumstances and no other notice need be given, and (4) other good and sufficient cause exists for approving the Stipulation, which is fully consensual between the parties.

THEREFORE, IT IS HEREBY ORDERED that:

1. The Stipulation is APPROVED in its entirety.
2. Houston shall immediately pay the Trustee \$800,000 of the Trust Funds. Houston shall immediately pay the balance of the Trust Funds to Wynn Las Vegas, LLC. The payment of the balance of the Trust Funds to Wynn Las Vegas shall reduce the amount of the judgment against Joseph R. Francis and in favor of Wynn Las Vegas on the judgment entered in *Wynn Las Vegas, LLC v. Francis*, Clark County, Nevada Case No. A566286.
3. Upon payment to the Trustee and Wynn Las Vegas in accordance with paragraph 2 of this Order, Defendants GGW Brands, LLC, GGW Direct, LLC, and GGW Events, LLC are hereby dismissed, without prejudice, from the above-captioned action (the “Nevada State Court Action”), which dismissal shall be without prejudice to any of Wynn Las Vegas’ claims in the

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Stipulation.

1 California Bankruptcy Cases or to its claims against the other defendants to the Nevada State
2 Court Action. Counsel for Wynn Las Vegas shall prepare and lodge an order to that effect when
3 payment in accordance with paragraph 2 is complete.

4 4. Wynn Las Vegas shall not attempt to add any of the Debtors or GGW Marketing,
5 LLC as parties in the Nevada State Court Action unless the California Bankruptcy Cases are
6 dismissed.

7 5. Upon payment to the Trustee and Wynn Las Vegas in accordance with paragraph 2
8 of this Order, the Debtors' *Motion to Transfer Venue* [Dkt. No. 4] and *Amended Motion to*
9 *Transfer Venue* [Dkt. No. 11] shall be deemed withdrawn. Counsel for Wynn Las Vegas shall
10 prepare and lodge an order to that effect when payment in accordance with paragraph 2 is
11 complete.

12 6. Upon payment to the Trustee and Wynn Las Vegas in accordance with paragraph 2
13 of this Order, Wynn Las Vegas's *Motion to Remand the Removed Nevada Action Back to Nevada*
14 *State Court* [Dkt. No. 15] ("Remand Motion") shall be granted, and the Nevada State Court
15 Action shall consequently be remanded back to the District Court for Clark County, Nevada.
16 Counsel for Wynn Las Vegas shall prepare and lodge an order to that effect when payment in
17 accordance with paragraph 2 is complete.

18 7. The hearings on the Remand Motion and the Venue Transfer Motions, currently
19 scheduled to take place in this Court on September 26, 2013, at 10:00 a.m., are hereby taken off
20 calendar and adjourned. All deadlines for opposition and reply papers associated therewith are
21 cancelled. In the event payment in in accordance with paragraph 2 of this Order is not completed
22 by August 30, 2013 (unless the Trustee and Wynn Las Vegas extend that date), the parties are
23 directed to contact the Court to reschedule briefing and hearing on the Remand Motion and the
24 Venue Transfer Motions.

25 8. This Order shall be effective immediately upon entry.
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LR 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies as follows:

- ☐ The Court waived the requirement of approval under LR 9021.
- ☐ This is a chapter 7 or 13 case, and either with the motion, or at the hearing, I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond as indicated below:
- ☒ This is a chapter 9, 11, or 15 case, and I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below:
- ☐ I have certified that I have served a copy of this order with the motion, and no parties appeared or filed written objections.

APPROVED / **DISAPPROVED**

Dated: August __, 2013

Michael L. Tuchin
KLEE, TUCHIN, BOGDANOFF & STERN LLP
*Attorneys for R. Todd Neilson, chapter 11
Trustee*

Submitted by:

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